

JUNE 29, 2018

**CONSENT RESOLUTION OF SOLE MEMBER OF LIMITED LIABILITY COMPANY
TO FILE FOR RELIEF
UNDER CHAPTER 11 OF TITLE 11, U.S.C., UNITED STATES BANKRUPTCY CODE**

WHEREAS, it is in the best interest of RaPower-3, LLC, a Utah limited liability company (the "**Company**"), to seek relief under Chapter 11 of Title 11 of the United States Code in proceedings in the United States Bankruptcy Court for the District of Utah, in accordance with the remedies and procedures available to debtors under Title 11, U.S.C.;

BE IT THEREFORE RESOLVED, that, in accordance with the Operating Agreement of the Company, Neldon Johnson, as the president of DCL16BLT, Inc., a Utah corporation, the sole Managing Member of the Company (the "**Manager**"), is authorized and directed to execute and deliver all documents necessary to file a voluntary case under chapter 11 on behalf of the Company; and

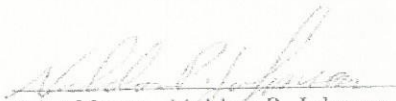
BE IT FURTHER RESOLVED, that the Manager is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case; and

BE IT FURTHER RESOLVED, that the Manager is authorized and directed to employ the law firm of SNELL & WILMER L.L.P. to represent the Company in such bankruptcy case as the Company's general bankruptcy counsel, upon a general retainer and in accordance with the terms of an engagement letter between the law firm and the Company.

BE IT FURTHER RESOLVED, that a retainer in the amount of \$100,000.00 be paid by the Company to SNELL & WILMER L.L.P. for services rendered and to be rendered as legal counsel in said bankruptcy, and in connection with pre-bankruptcy services and negotiations relating to restructuring of the Company's financial affairs.

DATED effective as of this 29th day of June, 2018

DCL16BLT, Inc.



Print Name: Neldon P. Johnson
Its: President